

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Northern District of Texas
(State)

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Pogo Energy, LLC

2. All other names debtor used in the last 8 years Plug Energy, LLC

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) 8 1 - 4 9 9 6 9 2 1

4. Debtor's address

Principal place of business			Mailing address, if different from principal place of business		
<u>5960 Berkshire Lane</u>			<u></u>		
Number Street			Number Street		
<u>6th Floor</u>			<u></u>		
P.O. Box			P.O. Box		
<u>Dallas TX 75225</u>			<u></u>		
City State ZIP Code			City State ZIP Code		
<u>Dallas</u>			Location of principal assets, if different from principal place of business		
County			<u></u>		
			Number Street		
			<u></u>		
			City State ZIP Code		

5. Debtor's website (URL) pogoenergy.com

Debtor Pogo Energy, LLC
Name

Case number (if known) _____

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business*A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

*C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.*2 2 1 1**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor Pogo Energy, LLC Case number (if known) _____
Name

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years? ☐ No
☒ Yes. District N.D. Texas When 7/1/2021 Case number 21-31224-mvl-11
MM / DD / YYYY
If more than 2 cases, attach a separate list. District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☒ No
☐ Yes. Debtor _____ Relationship _____
District _____ When _____
MM / DD / YYYY
List all cases. If more than 1, attach a separate list. Case number, if known _____

11. Why is the case filed in this district? Check all that apply:
☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☒ No
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
Why does the property need immediate attention? (Check all that apply.)
☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street

City State ZIP Code

Is the property insured?
☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

Debtor Pogo Energy, LLC
Name

Case number (if known) _____

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input checked="" type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 5/30/2024
MM / DD / YYYY

X

Signature of authorized representative of debtor

Title CEO and Managing Member

Phillip Terry

Printed name

Debtor Pogo Energy, LLC Case number (if known) _____
Name

18. Signature of attorney

X /s/ Rachael L. Smiley

Date 5/30/2024

Signature of attorney for debtor

MM / DD / YYYY

Rachael L. Smiley

Printed name

Ferguson Braswell Fraser Kubasta PC

Firm name

2500 Dallas Parkway, Suite 600

Number Street

Plano

TX

75093

City

State

ZIP Code

972-378-9111

rsmiley@fbfk.law

Contact phone

Email address

24066158

TX

Bar number

State

**POGO ENERGY, LLC RESOLUTION
AUTHORIZING PETITION FOR BANKRUPTCY PROTECTION**

I, Philip R. Terry, Managing Member of the Board of Directors of Pogo Energy, LLC, organized and existing under the laws of the State of Texas and having its principal place of business at 5960 Berkshire Lane, 6th Floor, Dallas, Texas 75225, hereby certify that the following is a true copy of a resolution adopted by the Board of Directors of the LLC at a meeting convened and held on May 28, 2024 at which a quorum was present and voting throughout and that such resolution is now in full force and effect and is in accordance with the provisions of the Operating Agreement of the Limited Liability Company.


RESOLVED: That Limited Liability Company approves the decision to seek bankruptcy protection;

RESOLVED: That Philip R. Terry, the Managing Member of the Board of Directors of the Limited Liability Company is hereby authorized to sign on behalf of the Limited Liability Company any petitions or forms for necessary to seek bankruptcy protection;

RESOLVED: That the Managing Member of the Board of Directors is appointed "Liquidator" as that term is relevant under the Pogo Energy LLC Operating Agreement; and

RESOLVED FURTHER: That the Managing Member of the Board of Directors is hereby authorized and directed to certify to any interested party that this resolution has been duly adopted, is in full force and effect, and is in accordance with the provisions of the Pogo Energy, LLC Operating Agreement.

I further certify that this Limited Liability Company is duly organized and existing, and has the power to take the action called for by the foregoing resolution.



Managing Member of the Board of Directors

5/28/2024

Date

Fill in this information to identify the case and this filing:

Debtor Name Pogo Energy, LLC
United States Bankruptcy Court for the: Northern District of Texas
(State)
Case number (if known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 5-30-2024
MM / DD / YYYY

x

Signature of individual signing on behalf of debtor

Phillip Terry

Printed name

CEO and Managing Member

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name Pogo Energy, LLC
 United States Bankruptcy Court for the: Northern District of Texas
 (State)
 Case number (If known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Luminant Energy 6555 Sierra Drive, Suite 3S-20F Irving, TX 75039						\$350,000.00
2	Oncor Electric 1616 Woodall Rogers, Suite 5A-022 Dallas, TX 75202						\$322,215.87
3	Centerpoint Energy Houston Competitive Retailer Relations PO Box 1700 Houston, TX 77251-1700						\$220,671.69
4	Tridius Technologies LLC 2840 Keller Springs Road Suite 204 Carrollton, TX 75006						\$162,180.34
5	AEP Texas Central PO Box 2121 Corpus Christi, TX 78493						\$130,517.77
6	ERCOT 8000 Metropolis Drive Building E, Suite 1000 Austin, TX 78744						\$100,880.23
7	EnergyCare, LLC 6275 South Pearl St., Suite 1000 Las Vegas, NV 89120						\$82,409.80
8	Znalytics 4550 North Point Parkway, Suite 180 Alpharetta, GA 30022						\$76,252.64

Debtor Pogo Energy, LLC
Name

Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	RocketSauce Media Labs 7700 Windrose Ave. Plano, TX 75024						\$66,000.00
10	Paymentus 11605 N. Community House Road Suite 300 Charlotte, NC 28277						\$62,919.35
11	Meta Platforms, Inc. 1601 Willow Road Menlo Park, CA 94025						\$57,697.62
12	Loyalty Solutions 6 Landmark Square, 4th Floor Stamford, CT 06901						\$55,018.00
13	Green Street Advisory, LLC 6 Cross Highway Westport, CT 06901						\$45,000.00
14	Public Utility Commission of Texas 10216 Matador Drive McKinney, TX 75072						\$25,000.00
15	Turner Stone 12700 Park Central Drive Suite 1400 Dallas, TX 75251						\$23,175.00
16	Energy Visions LLC 101 Aviators View Dr., Suite A Alabaster, AL 35007						\$20,000.00
17	Customer Dynamics 7135 S. Highland Dr. Suite 100 Salt Lake City, UT 84121						\$15,000.00
18	LITYX, LLC 1000 North West Street Wilmington, DE 19801						\$13,600.00
19	Nice InContact 75 W. Town Ridge Parkway Sandy, UT 84047						\$11,534.82
20	Atmospheric G2 1266 W. Paces Ferry Road Suite 627 Atlanta, GA 30327						\$10,510.76